

Message

**From:** Henry Sullivan [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=72F37E49CBE144C69E11BAB0B7E5B045-HENRY.SULLI]  
**Sent:** 12/26/2019 11:35:13 AM  
**To:** Joseph De Perio [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=7f8467f793a344ce9df2f976b4e41273-joseph.depe]; George Hall [george.hall@clinton.com]  
**CC:** Henry Sullivan [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=72f37e49cbe144c69e11bab0b7e5b045-henry.sulli]  
**Subject:** Sport-BLX 2020 ANNUAL SHAREHOLDER MEETING ATTENDEES AND MINUTES 12/23/19

Attendees:

- 1) Glassbridge – Daiana Sersea
- 2) George Hall - Sport-BLX
- 3) Joesep De Perio – Sport-BLX
- 4) John Hall -Sport-BLX
- 5) Peter Rawlins – Sport-BLX
- 6) Joeseph Kenney
- 7) Harlan Simon
- 8) Daniel Strauss - Glassbridge
- 9) Ryan Fisch – Sport-BLX
- 10) John Howe
- 11) Omar Elassar – by phone
- 12) Jim Ballentine – by phone
- 13) Michael Salerno - by phone
- 14) Mote Zawalunow –
- 15) Jim Maguire – by phone
- 16) Henry Sullivan – Sport-BLX

Not in attendance or on call:

- 1) Jarvis Hollingsworth
- 2) Patrick Kerney
- 3) Chet Odle
- 4) Marvin Rosen
- 5) Troy Taylor
- 6) Tony Venditti
- 7) Justin Cupps
- 8) Justin Heller
- 9) Alex Koundourakis
- 10) Henry Woodhouse

Notes:

4:00pm George Hall called the annual meeting to order

Henry Sullivan – Statement of Mailiing of Notice

Henry. Sullivan – confirmation of quorum of stockholders

George Hall – first item of business – slate of directors

Daiana Sersea – Glassbridge – nominates an alternative board of directors

George Hall – second item of business – increase the number of authorized shares (Certificate Amendment Proposal)

John Howe asked if the issuance of new shares would be dilutive.

Michael Salerno – against issuance of new shares

George Hall- third item of business – proposal to approve the Company’s 2019 Employee’s Stock Plan

George Hall – fourth business item – Proposal for Adjournment of the annual meeting

George Hall asks if any at the meeting have any questions

John Howe asked about company financials

4:30pm voting closed

Announcement of Voting Results by the Inspector of Election, Lisa Patel

Certificate Amendment Proposal, the Stock Plan Proposal and the Adjournment Proposal all approved.

Also approved was the slate of new directors: Cesar Baez, Joeseeph De Perio, George Hall, Chris Johnson, Fran Ruchalski, Daniel Strauss and Harlan Simon

4:30pm Meeting Adjourned

Regards,

Henry Sullivan  
Sport-BLX  
917-968-9972  
Henry.sullivan@sportblx.com

**PROXY STATEMENT OF GLASSBRIDGE ENTERPRISES, INC. FOR THE SPORT-BLX, INC. ANNUAL MEETING OF SHAREHOLDERS**

**To Be Held on Monday, December 23, 2019**

To the Stockholders of Sport-BLX, Inc.:

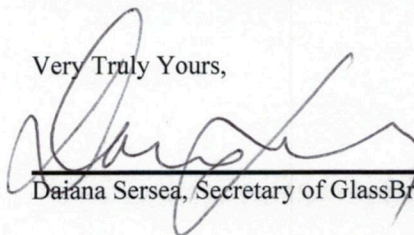
This Proxy Statement and the enclosed **GLASSBRIDGE** proxy card are being furnished to you by GlassBridge Enterprises, Inc. ("GlassBridge") in connection with the solicitation of proxies from the stock holders of Sport-BLX, Inc. ("SportBLX" or the "Company") for the 2019 Annual Meeting of Stockholders (the "Annual Meeting") to be held on Monday, December 23, 2019, at 4:00 pm, local time, at David Burke Tavern, 135 East 62<sup>nd</sup> Street, New York, NY 10065. Reference is made to the Company's notice of annual meeting and proxy statement dated December 12, 2019 in connection with the Annual Meeting ("Company's Notice"). At the Annual Meeting, you will be asked to consider and vote upon the following proposals:

1. To elect GlassBridge's slate of seven director nominees, Cesar A. Baez, Joseph A. De Perio, George E. Hall, Francis A. Ruchalski, Christopher Johnson, Harlan Simon, and Daniel A. Strauss (each, a "Nominee") as directors, with terms expiring at the Company's 2020 Annual Meeting of Stockholders.
2. To vote for the Company's proposal to approve an amendment to the Company's Certificate of Incorporation, as amended, to increase the number of authorized shares of the Company's common stock, \$.001 par value per share to 2,000,000;
3. To vote for the Company's proposal to approve the Company's 2019 Employee Stock Plan;
4. To vote for the Company's proposal to adjourn or postpone the Annual Meeting, if requested by the Chairman of the Board; and
5. To transact such other business that may properly come before the Annual Meeting.

The Company has fixed the close of business on December 13, 2019 as the record date for determining stockholders entitled to notice of and to vote at the Annual Meeting (the "Record Date"). If you held the Company's common stock as of the close of business on that date, you are entitled to vote at the Annual Meeting.

THIS PROXY SOLICITATION IS BEING MADE BY THE GLASSBRIDGE AND NOT ON BEHALF OF THE BOARD OR MANAGEMENT OF THE COMPANY OR ANY OTHER THIRD PARTY. GLASSBRIDGE IS NOT AWARE OF ANY OTHER MATTERS TO BE BROUGHT BEFORE THE ANNUAL MEETING OTHER THAN AS DESCRIBED HEREIN. SHOULD OTHER MATTERS, WHICH GLASSBRIDGE IS NOT AWARE OF A REASONABLE TIME BEFORE THE DATE OF THIS PROXY STATEMENT, BE BROUGHT BEFORE THE ANNUAL MEETING, THE PERSONS NAMED AS PROXIES IN THE ENCLOSED **GLASSBRIDGE** PROXY CARD WILL VOTE ON SUCH MATTERS IN THEIR DISCRETION.

Very Truly Yours,



Daiana Sersea, Secretary of GlassBridge Enterprises, Inc.

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**PROPOSAL NO. 1**

**ELECTION OF DIRECTORS**

**General Information**

According to the information set forth in the Company's Notice, the Company's Board of Directors is currently composed of seven directors. We are seeking your support at the Annual Meeting to elect our seven Nominees.

Each nominee elected will hold office until the annual meeting of stockholders to be held in 2020, or until his successor has been duly elected and qualified, unless prior to such meeting the director resigns or his or her directorship becomes vacant due to his death or removal.

**Information Concerning Directors**

We believe each Nominee has a particular area of expertise that is of value to SportBLX and will lead to the creation of a well-rounded Board of Directors.

***Board Members Continuing in Office (Term Ending 2020)***

Cesar A. Baez

Mr. Baez, 65, was appointed to the Board of Directors in November 2019. Mr. Baez is Managing Partner of SOELA Partners LLC., a private equity advisory firm, having started the enterprise in 2017. Prior to that, Mr. Baez worked for Capital Point, a mezzanine investment fund. Prior to that, Mr. Baez also Founded and was Managing Partner of Centinela Capital Partners, a private equity fund of funds that invested in first and second time private equity funds. Prior to founding Centinela, he served as Head of Strategy, Institutional Business Development and Private Equity for Deutsche Bank Alternative Investments, a division of Deutsche Bank Asset Management. Before that, Mr. Baez launched and was the first Head of Alternative Investments for the State of New Jersey Investment Division. Mr. Baez previously served as Partner and Principal of Hicks Muse Tate & Furst. Mr. Baez was an Adjunct Professor at Wagner College where he taught a course on Alternative Investments to MBA candidates. He earned a B.S. degree in Economics and Business Administration from Wagner College.

Joseph A. De Perio

Joseph De Perio, 41, is the President of the Company having been appointed to his current position and the Board at November 2018. Prior to founding the Company, Mr. De Perio was a senior portfolio manager at Clinton Group, Inc. ("Clinton Group"). In his previous position, Mr. De Perio oversaw investment portfolios in fundamental public equities, private equity, and venture capital. In this capacity, Mr. De Perio identified and originated investment ideas and led the research and investment process.

Prior to working at Clinton Group, Mr. De Perio worked at the private equity firm, Trimaran Capital Partners, and the Mergers & Acquisitions Group of CIBC Oppenheimer. Mr. De Perio has a BA with honors from Brown University having been enrolled in the program for liberal medical education.

George E. Hall

George E. Hall, 59, is the Executive Chairman and CEO of the Company having served since the Company's inception in November 2018. Mr. Hall is also the CEO, Chief Investment Officer and Founder of Clinton Group and is ultimately responsible for all final investment and trading decisions, risk management and quantitative analysis. Mr. Hall founded Clinton Group in September of 1991. From 1989 to 1991, Mr. Hall was a vice president at Greenwich Capital Markets

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Inc. and headed the mortgage arbitrage group, which traded mortgage securities, interest rate derivatives products, futures and options. Mr. Hall joined Citicorp in January of 1986 after receiving his MBA from the Wharton School. Mr. Hall was a nuclear engineer for the Tenneco Corporation. He holds a BS from the U.S. Merchant Marine Academy and an MBA from the Wharton School of the University of Pennsylvania.

Christopher Johnson

Christopher Johnson, 44, was appointed to the Board of Directors in November 2019. Mr. Johnson is an Investment Sales Advisor with Marcus & Millichap. He focuses on providing brokerage and advisory services to owners of commercial, industrial and development real estate. Mr. Johnson is also the Founding Partner of The Laight Group, an advisory firm which provides real estate strategies for clients with an emphasis on investment analysis. Before founding The Laight Group, Mr. Johnson advised landlords, tenants and investors on lease and investment sales transactions for Robert K. Futterman & Associates. Prior to his tenure at Robert K. Futterman & Associates, Mr. Johnson was a member of the investment sales team for Eastdil Secured; providing financial analysis for a diverse portfolio of transactions with a market value in excess of \$10 billion.

Mr. Johnson began his career in financial services as an Institutional Equity Sales Advisor and earned a Bachelor of Science Degree in Economics from the College of William & Mary. He is a licensed Real Estate Broker in the state of New York and an industry specialist for Sponsors for Educational Opportunity, a nonprofit organization which recruits and prepares college students from under-served communities for internships and careers in commercial real estate.

Francis A. Ruchalski

Francis A. Ruchalski, 55, is a member of the Board and the Company's Chief Financial Officer having served in that capacity since November 2019. Mr. Ruchalski also serves as the Chief Financial Officer of GlassBridge Enterprises, Inc. and serves as the Chief Financial Officer and Director of Clinton Group, Inc. since January 1997. Prior to Clinton Group, he served as an Audit Manager at Anchin, Block & Anchin, LLP, and was responsible for client auditing and financial and taxation planning. Mr. Ruchalski is a CPA Charter holder.

Harlan Simon

Harlan Simon, 60, was a founding partner of Academy Investment Management and Integrated Macro Management. Additionally, Mr. Simon was formerly Managing Director and Head of Business Development for Clinton Group, XE Capital Management and Patriot Group. Prior to his business development role, he served Clinton Group as a Portfolio Manager for Mortgage Backed Securities and Chief Investment Officer of Exemplar Capital, Clinton Group's Fund of Funds. Prior to Clinton Group, he held senior investment roles at Bankers Trust Company, FX Concepts, and Bank of America.

Mr. Simon holds a B.A. in Economics from Columbia College and an MBA from the Wharton School of the University of Pennsylvania.

Daniel A. Strauss

Daniel A. Strauss, 35, has served as a member of the Board since July 2019. Mr. Strauss also serves as the Chief Executive Officer and Chief Operating Officer of GlassBridge Enterprises, Inc. He served as a Portfolio Manager of the Clinton Group, Inc., a registered investment adviser, from 2010 – 2019. Mr. Strauss has over ten years of experience in corporate finance as a portfolio manager and investment analyst in private and public equity through which he has developed a deep understanding of corporate finance and strategic business planning activities. Previously, Mr. Strauss worked for Angelo, Gordon & Co. as a member of the firm's private equity and special situations area. Mr. Strauss was also formerly with Houlihan Lokey, where he focused on mergers & acquisitions. Mr. Strauss

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currently serves as a Director of ARRIVE, the investment arm of Roc Nation. Mr. Strauss has served on the board of directors of Pacific Mercantile Bancorp (NASDAQ: PMBC) and Community Financial Shares, Inc. (OTC: CFIS) until its sale to Wintrust Financial Corporation. Mr. Strauss holds a BS in Finance and International Business from the Stern School of Business at New York University.

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**PROPOSAL NO. 2**

**APPROVAL OF AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO  
INCREASE THE COMPANY'S AUTHORIZED SHARES OF COMMON STOCK**

GlassBridge believes stockholders should vote to approve Proposal 2 as defined in the Company's Notice. We encourage all stockholders to review the Company's Notice disclosures in detail.

**PROPOSAL NO. 3**

**2019 STOCK OPTION PLAN PROPOSAL**

GlassBridge believes stockholders should vote to approve Proposal 3 as defined in the Company's Notice. We encourage all stockholders to review the Company's Notice disclosures in detail.

**PROPOSAL NO. 4**

**ADJOURNMENT OF ANNUAL MEETING**

GlassBridge believes stockholders should vote to approve Proposal 4 as defined in the Company's Notice. We encourage all stockholders to review the Company's Notice disclosures in detail.

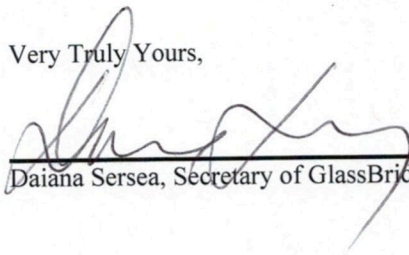
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**CONCLUSION**

We urge you to carefully consider the information contained in this proxy statement and the Company's Notice and then support our efforts by signing, dating, and returning the enclosed **GLASSBRIDGE** proxy card.

Dated: December 18, 2019

Very Truly Yours,

  
\_\_\_\_\_  
Daiana Sersea, Secretary of GlassBridge Enterprises, Inc.

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# GLASSBRIDGE PROXY CARD

**PROXY OF STOCKHOLDERS OF SPORT-BLX, INC. (THE "COMPANY") IN CONNECTION WITH  
THE COMPANY'S 2019 ANNUAL MEETING OF STOCKHOLDERS:**

**THIS PROXY SOLICITATION IS BEING MADE BY GLASSBRIDGE ENTERPRISES, INC.**

**THIS SOLICITATION IS BEING MADE BY CLINTON AND THE NOMINEES, NOT ON BEHALF OF  
THE BOARD OF DIRECTORS OF THE COMPANY (THE "BOARD")**

The undersigned appoints Daiana Sersea, Secretary of GlassBridge Enterprises, Inc., and attorneys and agents with full power of substitution to vote all shares of common stock, par value \$0.01 per share (the "Common Stock"), of the Company, which the undersigned would be entitled to vote if personally present at the Annual Meeting of Stockholders of the Company.

The undersigned hereby revokes any other proxy or proxies heretofore given to vote or act with respect to the shares of Common Stock held by the undersigned, and hereby ratifies and confirms all action the herein named attorneys and proxies, their substitutes, or any of them may lawfully take by virtue hereof. If properly executed, this proxy will be voted as directed in the discretion of the herein named attorneys and proxies or their substitutes with respect to any other matters as may properly come before the Annual Meeting that are unknown to GlassBridge a reasonable time before this solicitation.

**IF NO DIRECTION IS INDICATED WITH RESPECT TO THE PROPOSALS, THIS PROXY WILL BE  
VOTED "FOR ALL NOMINEES" PURSUANT TO PROPOSAL 1, "FOR" PROPOSAL 2, "FOR"  
PROPOSAL 3, AND "FOR" PROPOSAL 4.**

This proxy will be valid until the sooner of one year from the date indicated on the reverse side and the completion of the Annual Meeting.

1. The election of Cesar A. Baez, Joseph A. De Perio, George E. Hall, Francis A. Ruchalski, Christopher Johnson, Harlan Simon, and Daniel A. Strauss to serve as directors on the Board.

☐  
For All Nominees

☐  
Withhold Authority to Vote  
for all Nominees

☐  
For all Nominees Except

**INSTRUCTIONS: IF YOU DO NOT WISH YOUR SHARES OF COMMON STOCK TO BE VOTED "FOR" A  
PARTICULAR NOMINEE, MARK THE "FOR ALL NOMINEES EXCEPT" BOX AND WRITE THE NAME(S)  
OF THE NOMINEE(S) YOU DO NOT SUPPORT ON THE LINE BELOW. YOUR SHARES OF COMMON  
STOCK WILL BE VOTED FOR THE REMAINING NOMINEE(S).**

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2. To approve the Company's Proposal 2 for an amendment to the Company's Certificate of Incorporation, as amended, to increase the number of authorized shares of the Company's common stock, \$.001 par value per share to 2,000,000.

☐  
FOR

☐  
AGAINST

☐  
ABSTAIN

3. To approve the Company's Proposal 3 for the Company's 2019 Employee Stock Plan.

☐  
FOR

☐  
AGAINST

☐  
ABSTAIN

4. To approve the Company's Proposal 4 to adjourn or postpone the Annual Meeting, if requested by the Chairman of the Board.

☐  
FOR

☐  
AGAINST

☐  
ABSTAIN

**IN ORDER FOR YOUR PROXY TO BE VALID, IT MUST BE DATED.**

Date:

\_\_\_\_\_

Signature

\_\_\_\_\_

Signature (if held jointly):

\_\_\_\_\_

Name of Stockholder:

\_\_\_\_\_

Name of Stockholder (if held jointly):

\_\_\_\_\_

Title(s) (if an entity):

\_\_\_\_\_

Please sign exactly as name appears on stock certificates. When shares of Common Stock are held by joint tenants, both should sign. In case of joint owners, EACH joint owner should sign. When signing as attorney, executor, administrator, trustee, guardian, corporate officer, etc., give full title as such.

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